

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CALLAWAY GOLF COMPANY,

Plaintiff,

v.

ACUSHNET COMPANY,

Defendant.

C. A. No. 06-91 (SLR)

**DECLARATION OF PETER STILES IN SUPPORT OF PLAINTIFF
CALLAWAY GOLF COMPANY'S MOTION TO DISQUALIFY DAVID
FELKER AS AN EXPERT IN THIS CASE**

I, Peter Stiles, declare as follows:

1. I am a recruiter for Callaway Golf Company ("Callaway"). I have personal knowledge of the matters stated in this declaration and would testify truthfully to them if called upon to do so.
2. In November of 2006, I contacted David Felker at Sanford Rose Associates to assist Callaway Golf in recruiting a new Sr. Manager of Materials Development for our Golf Ball Research & Development Team.
3. Over the course of the following weeks, I negotiated terms with Dr. Felker ultimately settling on a contract that was mutually agreeable. Dr. Felker was very interested and eager to work with us.
4. The week of Dec. 10th, 2006, Dr. Felker and I exchanged several emails attempting to set up a meeting where Dr. Felker could sign the agreement. A true and correct copy of those emails are attached as Exhibit A.
5. After we were unable to schedule a time to meet in person, on Dec. 14th, 2006, I prepared the necessary documents for sending to Dr. Felker for his consideration and signature. On Dec. 15th, 2006, Dr. Felker left me a voicemail message withdrawing his firm from consideration.

6. I transcribed the voicemail message that Dr. Felker left for me below:

Message from Dave Felker

760-480-7515

Left at 1:46pm

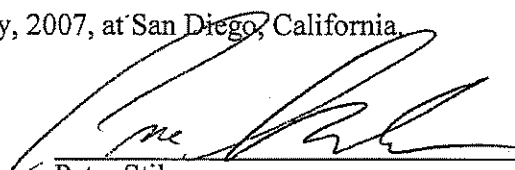
Friday, December 15, 2006

Peter, this is Dave Felker with Sanford Rose Associates. I left a message for you yesterday around meeting with you guys next week. I am just swamped with our retained searches and going on vacation the 20th to the 27th (December). Now, I'm not going to be able to meet with you guys next week. And, you know, to tell you the truth, we never take on any contingency searches. And although it would be fun working with you guys, um, I really can't deviate from that model. I know you guys consider my fees too high, or whatever...that's fine. We'll just pass on this. You know, I wish you good luck and everything. I hope everything works out for those guys in finding a good person. But when I really think about it, if I deviate from my business model, it's just not the right thing for me to do. So please don't send me any information on, you know, the contingency agreement and so forth. You guys have a good holiday. Thanks...goodbye.

7. Prior to this voicemail, Dr. Felker had not expressed any concern regarding working on a contingency basis.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

Executed this 16th day of January, 2007, at San Diego, California.



Peter Stiles

CERTIFICATE OF SERVICE

I hereby certify that on January 24, 2007, I electronically filed the **PUBLIC VERSION OF DECLARATION OF PETER STILES IN SUPPORT OF PLAINTIFF CALLAWAY GOLF COMPANY'S MOTION TO DISQUALIFY DEFENDANT ACUSHNET COMPANY'S EXPERT DAVID FELKER** with the Clerk of Court using CM/ECF which will send electronic notification of such filing(s) to the following Delaware counsel. In addition, the filing will also be sent via hand delivery:

Richard L. Horwitz
David E. Moore
Potter Anderson & Corroon LLP
Hercules Plaza, 6th floor
1313 N. Market Street
Wilmington, DE 19801

Attorneys for Defendant
ACUSHNET COMPANY

I hereby certify that on January 24, 2007, I have mailed by United States Postal Service, the document(s) to the following non-registered participants:

Joseph P. Lavelle
Howrey LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004

Attorneys for Defendant
ACUSHNET COMPANY

/s/ Thomas L. Halkowski
Thomas L. Halkowski

Exhibit A

Michael A. Amon

From: Peter Stiles [peter.stiles@callawaygolf.com]
Sent: Friday, December 22, 2006 11:41 AM
To: Chad Shear
Cc: Mike Rider; Dusti Tardif
Subject: FW: Job Opening for Sr. Manager Materials Development

REDACTED

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: Peter Stiles
Sent: Tuesday, November 14, 2006 2:45 PM
To: dlfelker@sanfordrose.com
Subject: Job Opening for Sr. Manager Materials Development

Hi Dave,
Per my voicemail, is this a position that you may be able to help recruit for us? Please give me a call at your earliest convenience.

I look forward to speaking with you!

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

SR. MANAGER, MATERIALS DEVELOPMENT (Golf Ball) The Sr. Manager of Golf Ball Materials Development is responsible for the development of new golf ball products with focus on construction and materials. The Sr. Manager of Golf Ball Materials Development is a key contributor to golf ball R&D and is responsible for delivering accurate and timely information to R&D and other personnel for product programs.
Duties include:

- Responsible for building cooperative relationships with material suppliers.
- Responsible for the development of materials, components and golf balls.

1/17/2007

- Evaluate existing intellectual property (IP) for freedom to operate and build IP portfolio based on new concepts.
- Contribute to key Golf Ball R&D projects (cores, molding, improved golf ball durability).
- Engage in continual cost savings efforts, with focus on construction optimization, line consolidation, alternate suppliers, and alternate materials.
- Provide support to Golf Ball Engineering and Golf Ball Testing as necessary.

Job Requirements:

- Bachelor's degree (B.S.) in Chemistry and/or equivalent discipline from a four-year college or university.
- 5+ years of progressive experience with the design, development, research and analysis of polymer materials.
- Track record of transitioning research into practical, commercial applications is required.
- Experience with urethane and/or polybutadiene chemistry preferred.
- 3+ years experience in supervision of people and/or project management is required.
- Experience working with major material vendors.
- Six Sigma training preferred.

1/17/2007

Michael A. Amon

From: Peter Stiles [peter.stiles@callawaygolf.com]
Sent: Friday, December 22, 2006 11:42 AM
To: Chad Shear
Cc: Mike Rider; Dusti Tardif
Subject: FW: Job Opening for Sr. Manager Materials Development

REDACTED

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Friday, December 01, 2006 5:10 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I left a message for you a few minutes ago. Please let me know what you think.
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Tuesday, November 14, 2006 2:45 PM
To: dlfelker@sanfordrose.com
Subject: Job Opening for Sr. Manager Materials Development

Hi Dave,
Per my voicemail, is this a position that you may be able to help recruit for us? Please give me a call at your earliest convenience.

I look forward to speaking with you!

1/17/2007

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

SR. MANAGER, MATERIALS DEVELOPMENT (Golf Ball). The Sr. Manager of Golf Ball Materials Development is responsible for the development of new golf ball products with focus on construction and materials. The Sr. Manager of Golf Ball Materials Development is a key contributor to golf ball R&D and is responsible for delivering accurate and timely information to R&D and other personnel for product programs.

Duties include:

- Responsible for building cooperative relationships with material suppliers.
- Responsible for the development of materials, components and golf balls.
- Evaluate existing intellectual property (IP) for freedom to operate and build IP portfolio based on new concepts.
- Contribute to key Golf Ball R&D projects (cores, molding, improved golf ball durability).
- Engage in continual cost savings efforts, with focus on construction optimization, line consolidation, alternate suppliers, and alternate materials.
- Provide support to Golf Ball Engineering and Golf Ball Testing as necessary.

Job Requirements:

- Bachelor's degree (B.S.) in Chemistry and/or equivalent discipline from a four-year college or university.
- 5+ years of progressive experience with the design, development, research and analysis of polymer materials.
- Track record of transitioning research into practical, commercial applications is required.
- Experience with urethane and/or polybutadiene chemistry preferred.
- 3+ years experience in supervision of people and/or project management is required.
- Experience working with major material vendors.
- Six Sigma training preferred.

1/17/2007

Michael A. Amon

From: Peter Stiles [peter.stiles@callawaygolf.com]
Sent: Friday, December 22, 2006 11:42 AM
To: Chad Shear
Cc: Mike Rider; Dusti Tardif
Subject: FW: Job Opening for Sr. Manager Materials Development

REDACTED

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Monday, December 04, 2006 1:18 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I leave for the airport about 10:30am and will be traveling the rest of the week. My flight leaves at 1pm on Tuesday. Maybe you could call me on my cell phone between 11am-12:15pm? 760-468-0816
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Monday, December 04, 2006 12:42 PM
To: David L. Felker
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Dave,
I got your message. I am slammed today but will give you a call tomorrow to discuss your proposition.

Many thanks!

1/17/2007

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [<mailto:dlfelker@sanfordrose.com>]
Sent: Friday, December 01, 2006 5:10 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I left a message for you a few minutes ago. Please let me know what you think.
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [<mailto:peter.stiles@callawaygolf.com>]
Sent: Tuesday, November 14, 2006 2:45 PM
To: dlfelker@sanfordrose.com
Subject: Job Opening for Sr. Manager Materials Development

Hi Dave,
Per my voicemail, is this a position that you may be able to help recruit for us? Please give me a call at your earliest convenience.

I look forward to speaking with you!

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

SR. MANAGER, MATERIALS DEVELOPMENT (Golf Ball) The Sr. Manager of Golf Ball Materials Development is responsible for the development of new golf ball products with focus on construction and materials. The Sr. Manager of

1/17/2007

Golf Ball Materials Development is a key contributor to golf ball R&D and is responsible for delivering accurate and timely information to R&D and other personnel for product programs.

Duties include:

- Responsible for building cooperative relationships with material suppliers.
- Responsible for the development of materials, components and golf balls.
- Evaluate existing intellectual property (IP) for freedom to operate and build IP portfolio based on new concepts.
- Contribute to key Golf Ball R&D projects (cores, molding, improved golf ball durability).
- Engage in continual cost savings efforts, with focus on construction optimization, line consolidation, alternate suppliers, and alternate materials.
- Provide support to Golf Ball Engineering and Golf Ball Testing as necessary.

Job Requirements:

- Bachelor's degree (B.S.) in Chemistry and/or equivalent discipline from a four-year college or university.
- 5+ years of progressive experience with the design, development, research and analysis of polymer materials.
- Track record of transitioning research into practical, commercial applications is required.
- Experience with urethane and/or polybutadiene chemistry preferred.
- 3+ years experience in supervision of people and/or project management is required.
- Experience working with major material vendors.
- Six Sigma training preferred.

Michael A. Amon

From: Peter Stiles [peter.stiles@callawaygolf.com]
Sent: Friday, December 22, 2006 11:43 AM
To: Chad Shear
Cc: Mike Rider; Dusti Tardif
Subject: FW: Job Opening for Sr. Manager Materials Development

REDACTED

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Thursday, December 14, 2006 10:49 AM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I got your phone message and look forward to working with you guys. My calendar next week is very full. I am traveling on vacation Dec 20-27. I could possibly meet the afternoon of Dec 19.
Would you please send me a copy of the agreement(s) you will want me to sign? I want to review them today.
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Monday, December 04, 2006 12:42 PM
To: David L. Felker
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Dave,
I got your message. I am slammed today but will give you a call tomorrow to discuss your proposition.

1/17/2007

Many thanks!

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Friday, December 01, 2006 5:10 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I left a message for you a few minutes ago. Please let me know what you think.
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Tuesday, November 14, 2006 2:45 PM
To: dlfelker@sanfordrose.com
Subject: Job Opening for Sr. Manager Materials Development

Hi Dave,
Per my voicemail, is this a position that you may be able to help recruit for us? Please give me a call at your earliest convenience.

I look forward to speaking with you!

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

SR. MANAGER, MATERIALS DEVELOPMENT (Golf Ball) The Sr. Manager of Golf Ball Materials Development

1/17/2007

is responsible for the development of new golf ball products with focus on construction and materials. The Sr. Manager of Golf Ball Materials Development is a key contributor to golf ball R&D and is responsible for delivering accurate and timely information to R&D and other personnel for product programs.

Duties include:

- Responsible for building cooperative relationships with material suppliers.
- Responsible for the development of materials, components and golf balls.
- Evaluate existing intellectual property (IP) for freedom to operate and build IP portfolio based on new concepts.
- Contribute to key Golf Ball R&D projects (cores, molding, improved golf ball durability).
- Engage in continual cost savings efforts, with focus on construction optimization, line consolidation, alternate suppliers, and alternate materials.
- Provide support to Golf Ball Engineering and Golf Ball Testing as necessary.

Job Requirements:

- Bachelor's degree (B.S.) in Chemistry and/or equivalent discipline from a four-year college or university.
- 5+ years of progressive experience with the design, development, research and analysis of polymer materials.
- Track record of transitioning research into practical, commercial applications is required.
- Experience with urethane and/or polybutadiene chemistry preferred.
- 3+ years experience in supervision of people and/or project management is required.
- Experience working with major material vendors.
- Six Sigma training preferred.

Michael A. Amon

From: Peter Stiles [peter.stiles@callawaygolf.com]
Sent: Friday, December 22, 2006 11:43 AM
To: Chad Shear
Cc: Mike Rider; Dusti Tardif
Subject: FW: Job Opening for Sr. Manager Materials Development

REDACTED

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Friday, December 15, 2006 1:50 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I just left a message for you regarding declining this opportunity to work on the contingency search for the Sr Manager of Materials Development.
Take care,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Monday, December 04, 2006 12:42 PM
To: David L. Felker
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Dave,
I got your message. I am slammed today but will give you a call tomorrow to discuss your proposition.

1/17/2007

Many thanks!

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

From: David L. Felker [mailto:dlfelker@sanfordrose.com]
Sent: Friday, December 01, 2006 5:10 PM
To: Peter Stiles
Subject: RE: Job Opening for Sr. Manager Materials Development

Hi Peter,
I left a message for you a few minutes ago. Please let me know what you think.
Regards,
Dave

David L. Felker, PhD
Managing Partner, Sanford Rose Associates - Del Mar
and Managing Director, Emerging Ventures Group of SRA

(800) 274-8673
fax (760) 480-9007
mobile (760) 468-0816

... finding people who make a difference

-----Original Message-----

From: Peter Stiles [mailto:peter.stiles@callawaygolf.com]
Sent: Tuesday, November 14, 2006 2:45 PM
To: dlfelker@sanfordrose.com
Subject: Job Opening for Sr. Manager Materials Development

Hi Dave,
Per my voicemail, is this a position that you may be able to help recruit for us? Please give me a call at your earliest convenience.

I look forward to speaking with you!

Warm regards,

Peter Stiles
Recruiter
Callaway Golf
(760)930-5578
peter.stiles@callawaygolf.com
www.callawaygolf.com

1/17/2007

SR. MANAGER, MATERIALS DEVELOPMENT (Golf Ball) The Sr. Manager of Golf Ball Materials Development is responsible for the development of new golf ball products with focus on construction and materials. The Sr. Manager of Golf Ball Materials Development is a key contributor to golf ball R&D and is responsible for delivering accurate and timely information to R&D and other personnel for product programs.

Duties include:

- Responsible for building cooperative relationships with material suppliers.
- Responsible for the development of materials, components and golf balls.
- Evaluate existing intellectual property (IP) for freedom to operate and build IP portfolio based on new concepts.
- Contribute to key Golf Ball R&D projects (cores, molding, improved golf ball durability).
- Engage in continual cost savings efforts, with focus on construction optimization, line consolidation, alternate suppliers, and alternate materials.
- Provide support to Golf Ball Engineering and Golf Ball Testing as necessary.

Job Requirements:

- Bachelor's degree (B.S.) in Chemistry and/or equivalent discipline from a four-year college or university.
- 5+ years of progressive experience with the design, development, research and analysis of polymer materials.
- Track record of transitioning research into practical, commercial applications is required.
- Experience with urethane and/or polybutadiene chemistry preferred.
- 3+ years experience in supervision of people and/or project management is required.
- Experience working with major material vendors.
- Six Sigma training preferred.